

## Buyer:

DELPHI  
ENERGY & CHASSIS SYSTEMS  
5820 DELPHI DR  
TROY MI 48098  
UNITED STATES

## Deliver to:

DELPHI E & C - SANDUSKY  
2509 HAYES AVE.  
SANDUSKY OH 44870  
UNITED STATES

1600725 ONTARIO INC  
TRANSgear MANUFACTURING DIV  
400 MASSEY RD  
GUELPH-ONTARIO ON N1K 1C4  
CANADA

## Requirements Contract

PO Number 550059816 Date Issued 09/20/2004  
Version 01/11/2005 08:34:46

Vendor No: 1015252  
DUNS No: 205534667

Payment Terms: 2ND/2ND Currency: USD

Payment settled on 2nd, 2nd Month

Incoterms: FOB-Freight Collect

Item No.	Material No.	Description	Plant			
00010	5606011		HC01 DELPHI E & C SANDUSKY			
	MACHINING SUPPORT	5606011				
	FINISHED MACHINED 1-2 SUPPORT					
	CASTING FOR 4T60E TRANSMISSION					
	***THIS AMENDMENT CHANGES PRICE***					
	***THIS AMENDMENT CHANGES VALIDITY***					
	Valid From	Valid To	Currency	Price	Price Unit	UOM
	01/01/2004	12/31/2004	USD	8,290.00	1,000	PC
	01/01/2005	06/30/2005	USD	9,850.00 ✓	1,000	PC
	07/01/2005	06/30/2006	USD	9,653.00	1,000	PC
	07/01/2006	06/30/2007	USD	9,459.94	1,000	PC
	07/01/2007	12/31/2007	USD	9,270.74	1,000	PC

interested  
MS

This Requirement Contract is for 100% unless otherwise specified.

## Notes:

This Contract replaces previous contract # 550052355.

RECEIVED  
FEB 24 2005

Purchasing Contact: Smith, Aaron

Phone: 248-813-4363

Fax: 248-813-4599

Contact Address:

DELPHI ENERGY & CHASSIS SYSTEMS  
5725 Delphi Drive,  
TROY MI 48098-2815

# TRANSGEAR Manufacturing

A Division of Linamar Holdings Inc.  
A Member of the Linamar Group of Companies

400 Massey Road, Guelph, Ontario, Canada N1K 1C4  
Tel: 519.763.5370 Fax: 519.763.8840  
www.linamar.com

FAX

Date:  
To: Tracy  
Company:  
Fax Number:

Pages: (Including Cover) 3  
From: Dorothy  
Subject:

☐ URGENT

☐ FOR REVIEW

☐ PLEASE COMMENT

☐ PLEASE REPLY

Hi Tracy,

Here are 2 P.O.s for our 2 Delphi  
product lines. The payment we  
received last week is now applied, so the  
A5400 is current.

Dorothy

The information in this fax transmission is privileged and confidential. It is intended only for use of the addressee named above. If you are not the intended addressee, any disclosure, copying, or distribution of the information, or the taking of action in reliance on it, is strictly prohibited. If you have received this fax in error, please notify us immediately and destroy the same, without making a copy. Thank you for your assistance.

**DELPHI**

Harrison Thermal Systems

Page 1 of 3

**Buyer:**

DELPHI  
THERMAL & INTERIOR SYSTEMS  
200 UPPER MOUNTAIN RD  
LOCKPORT NY 14094  
UNITED STATES

**Deliver to:**

DELPHI THERMAL KETTERING  
3535 South Kettering Blvd.  
MORaine OH 45439  
UNITED STATES

LINAMAR HOLDINGS INC  
TRANSGEAR MANUFACTURING  
287 SPEEDVALE AVE W  
GUELPH-ONTARIO ON N1H 1C5  
CANADA

**Requirements Contract**

PO Number 550057090 Date Issued 08-Jul-2004  
Version 29-Aug-2005 15:02:30

Vendor No: 1015252  
DUNS No: 205534667

Payment Terms: ZMN2 Currency: USD

Payment settled on 2nd, 2nd Month

Incoterms: FOB-FREIGHT COLLECT

\*\*\* Condition record changed  
\*\*\* Text changed

Item No.	Material No.	Description	Plant		
00010	6582036	Shaft & Driver Hub Ass	J301 DELPHI T & I KETTERING		
Valid From	Valid To	Currency	Price	Price Unit	UOM
01-Jul-2004	14-Sep-2004	USD	4,723.60	1,000	PC
15-Sep-2004	31-Dec-2004	USD	4,745.20	1,000	PC
01-Jan-2005	31-Mar-2005	USD	6,610.00	1,000	PC
01-Apr-2005	31-Dec-2006	USD	5,750.00	1,000	PC
01-Jan-2007	31-Dec-2007	USD	5,563.00	1,000	PC

This Requirement Contract is for 100% unless otherwise specified.

\*\*\* Condition record added  
\*\*\* Condition record changed  
\*\*\* Net price changed

**Notes**

Purchasing Contact: McLean, D. L.  
Phone: 716-439-2480  
Fax: 716-439-2216

Contact Address:

Date and Time Printed: 29-Aug-2005 15:02:30

TOTAL P.03

**Buyer:**

DELPHI  
THERMAL & INTERIOR SYSTEMS  
200 UPPER MOUNTAIN RD  
LOCKPORT NY 14094  
UNITED STATES

**Deliver to:**

DELPHI THERMAL KETTERING  
3535 South Kettering Blvd.  
MORaine OH 45439  
UNITED STATES

LINAMAR HOLDINGS INC  
TRANSGEAR MANUFACTURING  
287 SPEEDVALE AVE W  
GUELPH-ONTARIO ON N1H 1C5  
CANADA

**Requirements Contract**

PO Number  
550057090

Date Issued  
08-Jul-2004

Version  
29-Aug-2005 15:02:30

Vendor No: 1015252

DUNS No: 205534667

Payment Terms: ZMN2

Currency: USD

Payment settled on 2nd, 2nd Month

Incoterms: FOB-FREIGHT COLLECT

\*\*\* Condition record changed

\*\*\* Text changed

Item No.	Material No. Description	Plant			
00010	6582036 Shaft & Driver Hub Ass	J301 DELPHI T & I KETTERING			
Valid From	Valid To	Currency	Price	Price Unit	UOM
01-Jul-2004	14-Sep-2004	USD	4,723.60	1,000	PC
15-Sep-2004	31-Dec-2004	USD	4,745.20	1,000	PC
01-Jan-2005	31-Mar-2005	USD	6,610.00	1,000	PC
01-Apr-2005	31-Dec-2006	USD	5,750.00	1,000	PC
01-Jan-2007	31-Dec-2007	USD	5,563.00	1,000	PC

This Requirement Contract is for 100% unless otherwise specified.

\*\*\* Condition record added

\*\*\* Condition record changed

\*\*\* Net price changed

6.61 - 5.75 = 86¢/piece U.S.  
x 235,800 pieces = \$202,788 U.S.

Notes:

Purchasing Contact: McLean, D. L.

Phone: 716-439-2480

Fax: 716-439-2216

Contact Address:

**DELPHI**

Harrison Thermal Systems

Page 1 of 2

RECEIVED SEP 08 2005

**Buyer:**

DELPHI  
THERMAL & INTERIOR SYSTEMS  
200 UPPER MOUNTAIN RD  
LOCKPORT NY 14094  
UNITED STATES

**Requirements Contract**

PO Number 550057090 Date Issued 08-Jul-2004  
Version 25-Aug-2005 08:58:25

**Deliver to:**

DELPHI THERMAL KETTERING  
3535 South Kettering Blvd.  
MORaine OH 45439  
UNITED STATES

LINAMAR HOLDINGS INC  
TRANSGEAR MANUFACTURING  
287 SPEEDVALE AVE W  
GUELPH-ONTARIO ON N1H 1C5  
CANADA

Vendor No: 1015252  
DUNS No: 205534667

Payment Terms: ZMN2 Currency: USD

Payment settled on 2nd, 2nd Month

Incoterms: FOB-FREIGHT COLLECT

original

\*\*\* Incoterms changed

\*\*\* Text changed

Item No.	Material No.	Plant				
	Description					
00010	6582036	J301 DELPHI T & I KETTERING				
	Shaft & Driver Hub Assm					
	Valid From	Valid To	Currency	Price	Price Unit	UOM
	01-Jul-2004	14-Sep-2004	USD	4,723.60	1,000	PC
	15-Sep-2004	31-Dec-2004	USD	4,745.20	1,000	PC
regular price	01-Jan-2005	31-Dec-2007	USD	5,750.00	1,000	PC

regulation

This Requirement Contract is for 100% unless otherwise specified.

\*\*\* Condition record changed

**Notes:**

Validity date extended to 12/31/2007 per Doug McLean 8/23/05  
Validity date extended to 12/31/2005 per Doug McLean 5/2/05

Purchasing Contact: McLean, D. L. *DL*

Contact Address:

Phone: 716-439-2480

Fax: 716-439-2216

Date and Time Printed: 25-Aug-2005 08:58:25

TOTAL P.03

# TRANSGEAR Manufacturing

A Division of Linamar Holdings Inc.  
A Member of the Linamar Group of Companies

400 Massey Road, Guelph, Ontario, Canada N1K 1C4  
Tel: 519.763.5370 Fax: 519.763.8840  
www.linamar.com

# FAX

Date:  
To: Tracy Tait  
Company:  
Fax Number:

Pages: (Including Cover)  
From: Dorothy  
Subject:

☐ URGENT

☐ FOR REVIEW

☐ PLEASE COMMENT

☐ PLEASE REPLY

Hi Tracy,  
Here's the back-up for the  
misc. U.S. change. Please call  
me if you have any questions.

Thanks!

Dorothy

The information in this fax transmission is privileged and confidential. It is intended only for use of the addressee named above. If you are not the intended addressee, any disclosure, copying, or distribution of the information, or the taking of action in reliance on it, is strictly prohibited. If you have received this fax in error, please notify us immediately and destroy the same, without making a copy. Thank you for your assistance.

**DELPHI****Buyer:**

DELPHI  
ENERGY & CHASSIS SYSTEMS  
5820 DELPHI DR  
TROY MI 48098  
UNITED STATES

**Deliver to:**

DELPHI E & C - SANDUSKY  
2509 HAYES AVE.  
SANDUSKY OH 44870  
UNITED STATES

1600725 ONTARIO INC  
TRANSgear MANUFACTURING DIV  
400 MASSEY RD  
GUELPH-ONTARIO ON N1K 1C4  
CANADA

**Requirements Contract**

PO Number 550059816 Date Issued 09/20/2004  
Version 01/11/2005 08:34:46

Vendor No: 1015252  
DUNS No: 205534667

Payment Terms: ZMN2 Currency: USD

Payment settled on 2nd, 2nd Month

Incoterms: FOB-Freight Collect

Item No.	Material No. Description	Plant			
00010	5606011 MACHINING SUPPORT 5606011 FINISHED MACHINED 1-2 SUPPORT CASTING FOR 4T60E TRANSMISSION ***THIS AMENDMENT CHANGES PRICE*** ***THIS AMENDMENT CHANGES VALIDITY***	HC01 DELPHI E & C SANDUSKY			
		<i>Entered MS</i>			
Valid From	Valid To	Currency	Price	Price Unit	UOM
01/01/2004	12/31/2004	USD	8,290.00	1,000	PC
01/01/2005	06/30/2005	USD	9,850.00 ✓	1,000	PC
07/01/2005	06/30/2006	USD	9,653.00	1,000	PC
07/01/2006	06/30/2007	USD	9,459.94	1,000	PC
07/01/2007	12/31/2007	USD	9,270.74	1,000	PC

This Requirement Contract is for 100% unless otherwise specified.

**Notes:**

This Contract replaces previous contract # 550052355.

RECEIVED  
FEB 04 2005

Purchasing Contact: Smith, Aaron

Phone: 248-813-4363

Fax: 248-813-4599

Contact Address:

DELPHI ENERGY & CHASSIS SYSTEMS  
5725 Delphi Drive,  
TROY MI 48098-2815



**DELPHI**

Energy &amp; Chassis Systems

Page 2 of 2

1600725 ONTARIO INC  
 TRANSGEAR MANUFACTURING DIV  
 400 MASSEY RD  
 GUELPH-ONTARIO ON N1K 1C4  
 CANADA

**Requirements Contract**

PO Number

550059816

Date Issued

09/20/2004

Version

01/11/2005 08:34:46

**Item No.** **Material No.**  
**Description**

**Plant****Notes Continued:**

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\*\*\*\*\*

As a supplier to Delphi Energy & Chassis you must use a Delphi approved transportation provider when Delphi is paying the bill. If you require assistance or routing instructions please contact Menlo Worldwide Logistics at 800-805-9433. Failure to follow these instructions could result in a charge back to your company

\*\*\*\*\*

\*\*\*\*\*

Delphi requires suppliers of productive material be capable of communicating material forecasts, material schedules, shipping notices and associated information through Electronic Data Interchange (EDI). To insure that EDI communications are accurate and effective, each productive material supplier will be required to become EDI Certified by exhibiting their ability to send and/or receive the appropriate EDI messages in accordance with applicable standards prior to providing productive material. EDI Certification will be conducted and coordinated by the EDI Competency organization.

An Internet electronic form alternative solution is intended to provide relief in situations where establishing an in-house EDI capability is a hardship for a supplier providing limited material.

Please refer to Delphi's website: [www.delphi.com](http://www.delphi.com) then Suppliers/Supplier Community Portal / Supplier Standards, for additional information.

\*\*\*\*\*

\*\*\*\*\*

Seller acknowledges and agrees that Buyer's General Terms and Conditions are incorporated in, and a part of, this contract and each purchase order, release, requisition, work order, shipping instruction, specification and other document issued by Buyer or accepted in writing by Buyer, whether expressed in written form or by electronic data interchange, relating to the goods and/or services to be provided by Seller pursuant to this contract (such documents are collectively referred to as this "Contract"). A copy of Buyer's General Terms and Conditions is available upon written request to Buyer or via the internet at Delphi's website, [delphi.com](http://delphi.com). Seller acknowledges and agrees that it has read and understands Buyer's General Terms and Conditions. If Seller accepts this Contract in writing or commences any of the work or services which are the subject of this Contract, Seller will be deemed to have accepted this Contract and Buyer's General Terms and Conditions in their entirety without modification. Any additions to, changes in, modifications of, or revisions of this Contract (including Buyer's General Terms and Conditions) which Seller proposes will be deemed to be rejected by Buyer except to the extent that Buyer expressly agrees to accept any such proposals in writing.

\*\*\*\*\*

\*\*\*\*\*

Title to goods shall transfer from seller to buyer upon arrival at buyer's consuming plant.

\*\*\*\*\*

01/11/05 - Alteration to change price and price validity on Material 5606011 (Item 10). dmp



**DELPHI**

Harrison Thermal Systems  
 Page 1 of 3

**Buyer:**

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 THERMAL & INTERIOR SYSTEMS  
 200 UPPER MOUNTAIN RD  
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 UNITED STATES

**Deliver to:**

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 3535 South Kettering Blvd.  
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 287 SPEEDVALE AVE W  
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 CANADA

**Requirements Contract**

PO Number 550057090 Date Issued 08-Jul-2004  
 Version 29-Aug-2005 15:02:30

Vendor No: 1015252  
 DUNS No: 205534667

**Payment Terms:** ZMN2 **Currency:** USD

Payment settled on 2nd, 2nd Month

**Incoterms:** FOB-FREIGHT COLLECT

\*\*\* Condition record changed  
 \*\*\* Text changed

Item No.	Material No.	Plant				
	Description					
00010	6582036	J301 DELPHI T & I KETTERING				
	Shaft & Driver Hub Asm					
Valid From	Valid To	Currency	Price	Price Unit	UOM	
01-Jul-2004	14-Sep-2004	USD	4,723.60	1,000	PC	
15-Sep-2004	31-Dec-2004	USD	4,745.20	1,000	PC	
01-Jan-2005	31-Mar-2005	USD	6,610.00	1,000	PC	
01-Apr-2005	31-Dec-2006	USD	5,750.00	1,000	PC	
01-Jan-2007	31-Dec-2007	USD	5,563.00	1,000	PC	

This Requirement Contract is for 100% unless otherwise specified.

\*\*\* Condition record added  
 \*\*\* Condition record changed  
 \*\*\* Net price changed

**Notes:**

Purchasing Contact: McLean, D. L.  
 Phone: 716-439-2480  
 Fax: 716-439-2216

Contact Address:

**DELPHI**

Harrison Thermal Systems

Page 2 of 3

LINAMAR HOLDINGS INC  
TRANSGEAR MANUFACTURING  
287 SPEEDVALE AVE W  
GUELPH-ONTARIO ON N1H 1C5  
CANADA

**Requirements Contract**

PO Number	Date Issued
550057090	08-Jul-2004
Version	
29-Aug-2005 15:02:30	

Item No.	Material No.	Plant
Description		

**Notes Continued:**

Validity dates changing & pricing adjustments made per D. McLean 8/29/05

\*\*\*\*\*  
Title to goods shall transfer from seller to buyer upon arrival at buyer's consuming plant.  
\*\*\*\*\*

\*\*\*\*\*  
Suppliers are required to meet all requirements detailed in the Delphi Global Purchasing Supplier Guidelines and reference documents that are available on the Delphi website, [www.delphi.com](http://www.delphi.com), (by clicking on the "Suppliers" in the header).  
\*\*\*\*\*

\*\*\*\*\*  
Suppliers are required to meet the requirements of Delphi's Production Part Approval Process as described in the Supplier Performance Development Process (SPDP) and in the Production Part Approval Process (PPAP) Manual. The Production Part Approval Process Manual is available from ALAG (810-358-3003) and the SPDP documents can be provided by the appropriate Supplier Quality Representative. Suppliers must have part manufacturing site approval prior to shipping production quantities. Contact the appropriate Delphi Supplier Quality Representative regarding questions on the approval process or approval status.  
\*\*\*\*\*

\*\*\*\*\*  
Restricted, toxic, and hazardous materials - Suppliers are required to comply with current governmental and safety constraints on restricted, toxic and hazardous materials; as well as environmental, electrical and electromagnetic considerations applicable to the country of manufacture and sale. This relates to both the salable product and the manufacturing processes. (Refer also to Terms and Conditions No. 8 "Ingredients Disclosure and Special Warnings Instructions"). Commencement of any work or service under this order shall constitute seller's acceptance of these responsibilities. If you do not accept these responsibilities, please contact the appropriate Delphi's Buyer.  
\*\*\*\*\*

Failure Analysis/Corrective Action: Suppliers are expected to perform failure analysis on defective material returned by any Delphi Division. Irreversible corrective action plans for these failures must be developed and implemented. The plans with effective dates are to be reported back to the Delphi Division who requested the analysis.

Delphi requires suppliers of productive material be capable of communicating material forecasts, material schedules, shipping notices and associated information through Electronic Data Interchange (EDI). To insure that EDI communications are accurate and effective, each productive material supplier will be required to become EDI Certified by exhibiting their ability to send and/or receive the appropriate EDI messages in accordance with applicable standards prior to providing productive material. EDI Certification will be conducted and coordinated by the EDI Competency organization.

An Internet electronic form alternative solution is intended to provide relief in situations where establishing an in-house EDI capability is a hardship for a supplier providing limited material.

Please refer to Delphi's website: [www.delphi.com](http://www.delphi.com) then Suppliers/Supplier Community Portal / Supplier Standards, for additional information.

\*\*\*\*\*  
Seller acknowledges and agrees that Buyer's General Terms and Conditions are incorporated in, and a part of, this contract and each purchase order, release, requisition, work order, shipping instruction, specification and other document issued by Buyer or accepted in writing by Buyer, whether expressed in written form or by electronic data interchange, relating to the goods and/or services to be provided by Seller pursuant to this contract (such documents are collectively referred to as this "Contract"). A copy of Buyer's General Terms and Conditions is available upon written request to Buyer or via the internet at Delphi's website, [delphi.com](http://delphi.com). Seller acknowledges and agrees that it has read and understands Buyer's General Terms and Conditions. If Seller accepts this Contract in writing or commences any of the work or services which are the subject of this Contract, Seller will be deemed to have accepted this Contract and Buyer's General Terms and Conditions in their entirety without modification. Any additions to, changes in, modifications of, or revisions of this Contract (including Buyer's General Terms and Conditions) which Seller proposes will be deemed to be rejected by Buyer except to the extent that Buyer expressly agrees to accept

**DELPHI**

Pg 11 of 11

Harrison Thermal Systems

Page 3 of 3

LINAMAR HOLDINGS INC  
TRANSGEAR MANUFACTURING  
287 SPEEDVALE AVE W  
GUELPH-ONTARIO ON N1H 1C5  
CANADA

**Requirements Contract**

PO Number

550057090

Version

29-Aug-2005 15:02:30

Date Issued

08-Jul-2004

Item No.	Material No. Description	Plant
----------	-----------------------------	-------

**Notes Continued:**

any such proposals in writing.

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